

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
W.R. GRACE & CO., et al., ) Case No.: 01-01139 - 01-1200 (JJF)  
)  
) Jointly Administered  
Debtors )  
)

**LIMITED OBJECTION OF SOPREMA, INC., TO MOTION OF THE DEBTORS FOR  
AN ORDER, UNDER 11 U.S.C. §§ 105(a), 503(b), 546(c) AND 546(g), (A)  
ESTABLISHING PROCEDURE FOR TREATMENT OF VALID RECLAMATION  
CLAIMS AND (B) PROHIBITING THIRD PARTIES FROM INTERFERING WITH  
DELIVERY OF THE DEBTORS' GOODS (D.I. #0021)**

Soprema, Inc., ("Soprema"), by and through its undersigned counsel, files this objection in response to the Motion of the Debtors for an Order, Under 11 U.S.C. §§105(a), 503(b), 546(c) and 546(g), (A) Establishing Procedure For Treatment of Valid Reclamation Claims and (B) Prohibiting Third Parties From Interfering With Delivery of the Debtors' Goods ("the reclamation procedures motion" or "Motion"). In support of its Objection, Soprema states as follows:

1. Soprema submitted its reclamation demand to the Debtors on April 4, 2001. A copy of its reclamation demand letter is attached as Exhibit A. Soprema submitted a follow-up letter to Debtor's counsel on April 11, 2001. A copy of that letter is attached as Exhibit B.

2. Soprema objects to the proposed reclamation procedures because they delay the debtor's obligations to the reclamation creditors without providing protection to

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those creditors during the delay period. Specifically, the Reclamation Procedures Motion provides that no third party can take any further action with regard to its reclamation demand but does not indicate that the Debtors will (1): inventory the reclamation creditors' goods on hand as of the date of the reclamation demand; (2) segregate the proceeds of the sales of any goods subject to such a claim into a separate account; or (3) otherwise preserve the status quo pending an evaluation of the reclamation claims.

3. Without these protections, Soprema's reclamation claims could be jeopardized by the very procedures that, in name, seek to preserve those reclamation rights.

**WHEREFORE**, Soprema, Inc., requests that Debtors' Reclamation Procedures Motion be denied in its present form, without further clarification of the protections to be provided to reclamation claimants.

DATE: 04/18/01

ELZUFON, AUSTIN, REARDON,  
TARLOV & MONDELL, P.A.



William D. Sullivan (No.: 2820)  
300 Delaware Avenue, Suite 1700  
P.O. Box 1630  
Wilmington, Delaware 19899-1630  
Telephone: 302-428-3181  
Facsimile: 302-428-3180

Attorneys for Soprema, Inc.

**CERTIFICATE OF SERVICE**

I, William D. Sullivan, hereby certify that on April 18, 2001, I did serve the foregoing:  
Limited Objection To Reclamation Procedures To Motion Of The Debtors For An Order Under  
11 U.S.C. §§105(a), 503(b), 546(c), AND 546(g), (A) Establishing Procedure For Treatment Of  
Valid Reclamation Claims And (B) Prohibiting Third Parties From Interfering With Delivery Of  
The Debtors' Goods upon the parties identified below via facsimile:

Laura Davis Jones, Esquire  
Pachulski, Stang, Ziehl, Young & Jones  
919 Market Street, Suite 1600  
Wilmington, DE 19801  
Fax: 302-652-4400

KIRKLAND & ELLIS  
James H.M. Sprayregen  
James W. Kapp III  
Samuel A. Schwartz  
Roger J. Higgins  
200 East Randolph Drive  
Chicago, Illinois 60601  
Fax: 312-861-2200

Under penalty of perjury, I declare that the foregoing is true and correct.

4/18/01  
Date

William D. Sullivan  
William D. Sullivan

**Exhibit A**



**O'BRIEN**

140, GRANDE-ALLÉE EST, BUREAU 600  
QUÉBEC, QC G1R 5M8  
TÉL.: (418) 648-1511  
FAX: (418) 648-9335

AVOCATS  
BARRISTERS AND SOLICITORS

DANIEL O'BRIEN  
LOUIS DUQUET  
ROSS J. ROURKE

STÉPHANE LAMONDE  
ÉRIC ROBICHAUD  
JEAN-CHRISTIAN DROLET

Quebec, April 4, 2001

"BY TELECOPIER AND BY COURIER"

**W. R. Grace & Co.**  
7500 Grace Drive  
Columbia MD 21044 USA

Att: Mr. Paul J. Norris, chairman, president and chief executive officer

**W. R. Grace & Co.**  
7500 Grace Drive  
Columbia MD 21044 USA

Att: Mr. Butch Forehand

Sir:

Object: Soprema Inc.  
re: recognition claim – invoices 90165, 90486,  
90557, 90629 and 90630

SOPRÉMA INC., of 1675 Haggerty Street, Drummondville, Quebec, Canada, J2C 5P7, Supplier, by its duly mandated attorneys, hereby demands access to and repossession of the goods described below, which were sold and delivered to W. R. GRACE & CO., the Purchaser, at the dates and in accordance with the terms set out in the attached documents as Schedule "A":

Invoice Number	Date of delivery	Material
90165	March 19, 2001	725 x Vycor Basik
90486	March 26, 2001	725 x Vycor Basik
90557	March 28, 2001	725 x Vycor Basik

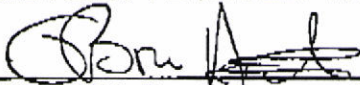
**O'BRIEN**

2/

Invoice Number	Date of delivery	Material
90629	March 29, 2001	725 x Vycor Basik
90630	March 29, 2001	725 x Vycor Basik

Should you choose to keep possession of the goods referred to in the above mentioned invoices, we are hereby requesting that payment be made, for a total amount of \$70,010.37 U.S. funds in capital to the order of "O'Brien – in trust", hereby acting on our behalf. Should you fail to return the goods or equivalent money to the undersigned within the next five (5) days, we will then exercise any right that our client might have to recover such goods and/or proceeds, in accordance with the applicable laws of the United States and of the state of Maryland.

**GOVERN YOURSELF ACCORDINGLY.**

  
O'BRIEN, Barristers and Solicitors  
Counsel for SOPREMA INC.  
140 Grande-Allée Est #600  
Quebec QC G1R 5M8  
Tel. (418) 648-1511  
Fax. (418) 648-9335  
email: [slamonde@obrienavocats.qc.ca](mailto:slamonde@obrienavocats.qc.ca)

**Exhibit B**

**ELZUFON AUSTIN REARDON  
TARLOV & MONDELL, P.A.**

**ATTORNEYS & COUNSELORS AT LAW**

JOHN A. ELZUFON  
JEFFREY M. AUSTIN  
MARK L. REARDON  
EDWARD A. TARLOV  
SCOTT R. MONDELL  
WILLIAM D. SULLIVAN  
WILLIAM F. TAYLOR, JR.  
H. GARRETT BAKER  
COLLEEN D. SHIELDS  
KELLY A. COSTELLO  
SCOTT A. SIMPSON  
ANN POULIOS (PA ONLY)  
KATHARINE L. MAYER  
HOLLY M. WHITNEY

300 DELAWARE AVENUE  
SUITE 1700, P.O. Box 1630  
WILMINGTON, DELAWARE, 19899-1630  
PHONE: 302.428.3181  
FACSIMILE: 302.428.3180  
INTERNET: WWW.ELZUFON.COM  
WRITERS E-MAIL: KMAYER@ELZUFON.COM

April 11, 2001

**VIA FACSIMILE AND HAND DELIVERY**

Laura Davis Jones, Esquire  
Pachulski, Stang, Ziehl  
Young & Jones, P.C.  
919 North Market Street, Suite 1600  
P.O. Box 8705  
Wilmington, DE 19899-8705

**RE: In re: W.R. Grace & Co.  
Case No.: 01-01139 (PJW)  
Demand for Reclamation**

Dear Ms. Jones:

This letter serves as a follow-up to the Reclamation Demand made by Soprema, Inc., to W.R. Grace & Co., on April 4, 2001. The demand letter was sent to Mr. Paul J. Norris, Chairman, President, and Chief Executive Officer of W.R. Grace & Co., and served to assert Soprema, Inc.'s right to reclaim certain plastic goods identified as "Vycor Basik." A summary of the goods is identified below:

<u>Invoice No.</u>	<u>Date of Delivery</u>	<u>Quantity</u>	<u>Value of Goods</u>
90165	3/19/01	725	\$14,144.75
90486	3/26/01	725	\$14,144.75
90557	3/28/01	725	\$14,144.75
90629	3/29/01	725	\$14,144.75
90630	3/29/01	725	\$14,144.75

Copies of the invoices are enclosed herein. The total value of these goods is \$70,723.75, minus a credit of \$713.38, for a total owed of \$70,010.37.



Laura Davis Jones, Esquire

April 18, 2001

Page 2

Pursuant to Section 2-702 of the Uniform Commercial Code and Section 546 of the United States Bankruptcy Code, and without waiving any other rights, remedies or claims, Soprema, Inc. ("Soprema" or "the Seller") demands the return of all goods and merchandise, of any kind, type or character received by W.R. Grace from Soprema within twenty (20) days of this letter.

This letter is a demand that Soprema be granted immediate access to W.R. Grace's various locations so as to conduct a physical inventory of the goods held by W.R. Grace. Alternatively, this letter is a demand that W.R. Grace supply us with a complete and correct inventory of all such goods on hand as of April 4, 2001, the date of Soprema's reclamation demand on W.R. Grace. In addition, this letter demands that W.R. Grace segregate the proceeds from the sale of any of the above referenced goods into a separate account which is separately identifiable.

Please contact me to make arrangements for the return of all such goods. In lieu of taking further action to reclaim the goods, Soprema will accept \$70,010.37 as payment in full for the goods received.

At your earliest convenience, please call to discuss this matter in further detail.

Very truly yours,

WILLIAM D. SULLIVAN

WDS:mjs

Enclosures

cc: Stephane Lamonde, Esquire

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**SOPREMA**

**SOPREMA INC.**  
1675 HAGGERTY  
DIAMONDVILLE, CT 06437  
TEL: (810) 479-0163 FAX: (810) 479-0411

**RELEVÉ  
STATEMENT**

\*\* US \*\* AMERICAINS

W.R. GRACE  
6051 W 65TH. STREET

BEDFORD PARK, IL 60638  
USA

N° DU CLIENT CUSTOMER No.	DATE DU RELEVÉ STATEMENT DATE	PAGE
US0070	01/03/30	1

DOCUMENT	DATE DATE	CODE	REFERENCE REFERENCE	DEBIT DEBIT	CRÉDIT CREDIT	SOLDE BALANCE	AG
90165	01/03/19	F	90165 US0070	14,144.75			
	01/04/18		90165 TOTAL			14,144.75	
90486	01/03/26	F	90486 US0070	14,144.75			
	01/04/25		90486 TOTAL			14,144.75	
90557	01/03/28	F	90557 US0070	14,144.75			
	01/05/12		90557 TOTAL			14,144.75	
90629	01/03/29	F	90629 US0070	14,144.75			
	01/04/28		90629 TOTAL			14,144.75	
90630	01/03/29	F	90630 US0070	14,144.75			
	01/04/28		90630 TOTAL			14,144.75	
73375	00/12/20	P	UNAPPL		713.38		
	00/12/20		? TOTAL			-13.38	

PRIÈRE DE PAYER  
PLEASE PAY

70,010.37

F = FACTURE C = NOTE CREDIT D = NOTE DÉBIT P = PAIEMENT EP = ESCOMpte SUR PAIEMENT I = INTÉRÊT  
S = SOLDE RP = REMISE SUR PAIEMENT  
I = INVOICE C = CREDIT MEMO D = DEBIT MEMO P = PAYMENT PD = PAYMENT DISCOUNT F = FINANCE CHARGE  
B = BALANCE FORWARD PA = PAYMENT ALLOWANCE

TOUT SOLDE DO PORTERA INTÉRÊT AU TAUX DE 2% PAR MOIS, SOIT 24.8% PAR ANNÉE.  
INTEREST OF 2% MONTHLY, 24.8% ANNUALLY WILL BE CHARGED ON ANY UNPAID ACCOUNTS.

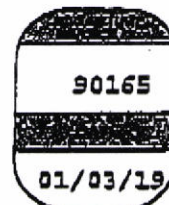
Courant	D	031-060	061-090	+ de 090
70,723.75	0.00	0.00	0.00	-713.38



**SOPREMA**

**SOPREMA INC.**  
 1875 HARGRETT  
 DRUMMONDVILLE, QC J9P 0P7  
 TEL: (514) 478-0101 FAX: (514) 478-4488

**TPS: R104 832 876**  
**TVQ: 1001 846 450**



VENDEUR:  
 SOLD TO:

US0070  
 W.R. GRACE  
 6051 W 65TH. STREET  
 BEDFORD PARK, IL 60638  
 USA

EXPÉDIER À:  
 SHIP TO:

PAGE

1

EXPÉDIER PAR:  
 SHIP VIA: FARMERS GRAIN

01/03/16		WRG	4500261173		EXEMPT				2* 10 DAYS		
7		87841		x	01/04/18		US0070		DRUMMONDVILLE		N. diffus
00031	VYCOR BASIK				725	725	0		19.50RO	14,144.75	
BO27	BOX VYCOR BASIK				5	5	0		0.00UN	0.00	
									Sub-total	14,144.75	
									GST Amount	0.00	
CASH DISCOUNT OF 282.90 IS ALLOWED ON THE MATERIAL IF PAID BY 01/03/29											

14,144.75



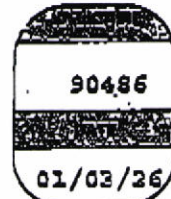


**SOPREMA**

SOPREMA INC.  
 1875 HAZENBURY  
 DRUMMONDVILLE, ONT L3C 9P7  
 TEL: (913) 478-8161 FAX: (913) 478-0470

**FACTURE / INVOICE**

TPS: R104 932 376  
 TVQ: 1001 346 490



PAGE 1

VENDEUR A:  
 SOLE TO:

US0070  
 W.R. GRACE  
 6051 W 65TH. STREET  
 BEDFORD PARK, IL 60638  
 USA

EXPÉDIER A:  
 SHIP TO:

US0070  
 BRADCO SUPPLY  
 2315 AVENUE A  
 BETHELEHEM PA 18017  
 USA

EXPÉDIER PAR:  
 SHIP VIA

FARMERS GRAIN

01/03/22	WRG	4500259585	EXEMPT	24 10 DAYS
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?	88117	x	01/04/25	US0070	DRUMMONDVILLE	N.diffus
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00031	VYCOR BASIK	725	725	0	19.5%	14,144.75
					GET Amount	0.00
	CASH DISCOUNT OF	282.90	IS ALLOWED ON THE MATERIAL IF PAID BY			01/04/05

US DOLLARS  
 14,144.75

FACTURE ORIGINA

UT SOLDE DÙ PORTERA INTERET AU TAUX DE 2% PAR MOIS, SOIT 24% PAR ANNEE





**SOPREMA**

**SOPREMA INC.**  
 1875 HADSBERRY  
 DRUMMONDVILLE, MO 65001  
 TEL: (314) 478-4101 FAX: (314) 478-4402

**FACTURE / INVOICE**

TPS: R104 832 876  
 TVQ: 1001 846 480



PAGE 1

VENDU A:  
 SOLD TO:

US0070  
 W.R. GRACE  
 6051 W 65TH. STREET  
 BEDFORD PARK, IL 60638  
 USA

EXÉCUTIF  
 SHIP T22

US0070  
 LUMBERMEN'S OF CADILLAC  
 8261 EAST 34 MILE ROAD  
 CADILLAC MI 49601  
 USA

EXÉCUTIF PAR  
 SHIP VIA

FARMERS GRAIN

NET 45 JOURS									
01/02/19	WRG	4500251849	EXÉCUTIF						
?	88290	x	01/05/12	US0070	DRUMMONDVILLE	N.diffus			
00031	VYCOR BASIK	725	725	0		19.51RO	14,144.75		
						GST Amount	0.00		

US DOLLARS  
 14,144.75

FACTURE ORIGIN



# SOPREMA

TPS: R104 832 576  
TVQ: 1001 846 490

90629  
01/03/29

PAGE

1

US0070  
W.R. GRACE  
6051 W 65TH. STREET  
BEDFORD PARK, IL 60638  
USA

EXPEDITE PAR:  
SHIP VIA

## FARMERS' GRAIN

EXPEDIENT FOR FARMERS GRAIN SHIP VIA								28 10 DAYS	
01/03/28	NRG	4500266082	EXEMPT						
?	88319	x	01/04/28	US0070	DRUMMONDVILLE		N.diffus		
00031	VYCOR BASIK	725	725	0		19.51RO GST Amount	14,144.75 0.00		
CASH DISCOUNT OF	282.90 IS ALLOWED ON THE MATERIAL IF PAID BY					01/04/08			
<div style="text-align: right;">US DOLLAR</div> <div style="text-align: right;">14,144.7</div>									

US DOLLARS  
14,144.75

**FACTURE ORIGIN**



**FACTURE / INVOICE**



**SOPREMA**

**SOPREMA INC.**  
 1075 MADGETT  
 DRUMMONDVILLE, MO 64530  
 TEL: (816) 478-8188 FAX: (816) 478-4423

TPS: R104 932 876  
 TVQ: 1001 845 490



PAGE 1

VENDU A:  
 SOLD TO:

US0070  
 W.R. GRACE  
 6051 W 65TH. STREET  
 BEDFORD PARK, IL 60638  
 USA

EXPEDIER A:  
 SHIP TO:

US0070  
 W.R. GRACE  
 AMERHART LTD  
 2455 CENTURY ROAD  
 GREEN BAY WI 54307  
 USA

EXPEDIER PAR:  
 SHIP VIA

FARMERS GRAIN

01/03/09		WRG	4500260100		EXEMPT				28 10 DAYS	
?		88243		x	01/04/28	US0070	DRUMMONDVILLE		N.diffus	
00031	VYCOR BASIX				725	725	0		19.51RO	14,144.75
								GET AMOUNT		0.00
CASH DISCOUNT OF				282.90	IS ALLOWED ON THE MATERIAL IF PAID BY				01/04/08	

FACTURE ORIGIN: